



**SUPPLEMENT DATED 19 FEBRUARY 2016
TO THE BASE PROSPECTUS DATED 26 OCTOBER 2015**

SOCIÉTÉ GÉNÉRALE

as Issuer and Guarantor
(incorporated in France)

and

SG ISSUER

as Issuer
(incorporated in Luxembourg)

**SGA SOCIÉTÉ GÉNÉRALE
ACCEPTANCE N.V.**

as Issuer
(incorporated in Curaçao)

SG OPTION EUROPE

as Issuer
(incorporated in France)

Debt Instruments Issuance Programme

This supplement (hereinafter the **Supplement**) constitutes a supplement for the purposes of Article 13.1 of the Luxembourg act dated 10 July 2005 on prospectuses for securities (hereinafter the **Prospectus Act 2005**) to the Debt Instruments Issuance Programme Prospectus dated 26 October 2015 (hereinafter the **Base Prospectus**) and approved by (a) the *Commission de Surveillance du Secteur Financier* (hereinafter the **CSSF**) on 26 October 2015 in accordance with Article 7 of the Prospectus Act 2005 implementing Article 13 of the Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading and amending Directive 2001/34/EC (the **Prospectus Directive**) as amended (which includes the amendments made by Directive 2010/73/EU (the **2010 PD Amending Directive**)) and (b) by the SIX Swiss Exchange Ltd (**SIX Swiss Exchange**) pursuant to its listing rules.

The purpose of this Supplement is:

- to incorporate by reference the English version of the press release published by Societe Generale on 11 February 2016 regarding the fourth quarter and full year 2015 results of Societe Generale,
- to amend the Summary of the Base Prospectus accordingly, and
- to correct the cross-reference table relating to the Second Update to the 2015 Registration Document of Societe Generale.

This Supplement completes, modifies and must be read in conjunction with the Base Prospectus, the first supplement dated 4 December 2015 and the second supplement dated 19 January 2016.

Full information on the Issuers and the offer of any Notes is only available on the basis of the combination of the Base Prospectus, the first supplement dated 4 December 2015, the second supplement dated 19 January 2016 and this Supplement.

Unless otherwise defined in this Supplement, terms used herein shall be deemed to be defined as such for the purposes of the relevant Terms and Conditions of the Notes set forth in the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any other statement in the Base Prospectus, the statements in (i) above will prevail.

To the best of the knowledge and belief of each Issuer and the Guarantor, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the present supplement.

In accordance with Article 13.2 of the Prospectus Act 2005, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within a time-limit of two business days after the publication of this Supplement (no later than 23 February 2016) to withdraw their acceptances.

AMENDMENTS TO THE BASE PROSPECTUS

I. SUMMARY

Historical financial information

Sub-Section B.12 (Selected historical key financial information regarding the issuer), in Section B (Issuer[s] [and Guarantor]) of the Summary on pages 7 and 8 of the Base Prospectus, is modified as follows:

- The table relating to the selected historical key information regarding Societe Generale is deleted and replaced by the following table:

	Year ended 2015 (non audited)	Year ended 2014 (audited, except as mentioned otherwise (*))
Results (in millions of euros)		
Net Banking Income	25,639	23,561 (*)
Operating income	5,681	4,557 (*)
Net income	4,395	2,978 (*)
Group Net income	4,001	2,679 (*)
<i>French retail Banking</i>	1,417	1,204 (*)
<i>International Retail Banking & Financial Services</i>	1,077	370 (*)
<i>Global Banking and Investor Solutions</i>	1,808	1,909 (*)
<i>Corporate Centre</i>	(301)	(804) (*)
Net cost of risk	(3,065)	(2,967)
Cost/income ratio	N/A	68% (*)
Group ROE after tax	7.9%	5.3%

Tier 1 Ratio	13.5%	12.6 %
Activity (in billions of euros)		
Total assets and liabilities	1,334.4	1,308.1
Customer loans (1) ¹	405.3	370.4
Customer deposits	379.6	349.7
Equity (in billions of euros)		
Group shareholders' equity	59.0	55.2
Total consolidated equity	62.7	58.9
Cash flow statements (in millions of euros)		
Net inflow (outflow) in cash and cash equivalent	21,492	(10,183)

¹ (1) Customer loans include Lease financing and similar agreements previously presented on a separate line in the balance sheet. The presentation of comparative figures has been restated accordingly to the financial statements published at 31 December 2014.

(*) Amounts restated relative to the financial statements published at 31 December 2014 according to the retrospective application of IFRIC 21

In Sub-Section B.12 (Selected historical key financial information regarding the issuer), Section B (Issuer[s] [and Guarantor]) of the Summary on pages 7 and 8 of the Base Prospectus, is modified as follows:

- The sub-paragraph “No material adverse change in the prospects of the issuer since the date of its last published audited financial statements” shall be completed by the following:

“There has been no material adverse change in the prospects of the Issuer since 31 December 2014.”

- The sub-paragraph “Significant changes in the issuer’s financial or trading position subsequent to the period covered by the historical financial information” shall be deleted and replaced by the following:

[If the Issuer is SG Issuer or SG Option Europe or SGA Société Générale Acceptance N.V:

Not Applicable. There has been no significant change in the financial or trading position of the Issuer since 30 June 2015.

[If the Issuer is Société Générale:

Not Applicable. There has been no significant change in the financial or trading position of the Issuer since 31 December 2015.]

II. GENERAL INFORMATION

Modifications of the Documents Incorporated by Reference in relation to Société Générale

- (i) In Section “Documents Incorporated by Reference”, in paragraph 1 “List of the documents incorporated by reference”, in paragraph 1.1 “Documents incorporated by reference relating to Société Générale”, a sub-paragraph 1.1.6 is added on page 119 as follows:

“1.1.6 Press release regarding Quarterly Financial Information

The expression “Press release regarding Quarterly Financial Information” means the press release dated 11 February 2016 published by Societe Generale regarding the fourth quarter and full year 2015 results of Societe Generale.

The cross reference table in relation to the Press release regarding Quarterly financial information appears in paragraph 2.1.6 below.

- (ii) In Section “Documents Incorporated by Reference”, in paragraph 2 “CROSS REFERENCE TABLES OF THE DOCUMENTS INCORPORATED BY REFERENCE”, in paragraph 2.1 “Cross reference tables relating to Société Générale”, a sub-paragraph 2.1.6 is added page 126 as follows:

“2.1.6 Press release regarding Quarterly Financial Information

Press release dated 11 February 2016 – 2015 fourth quarter results and 2015 annual results	All pages
Consolidated balance sheet	21
Consolidated income statement	20
Methodology	22-24

The information incorporated by reference that is not included in the cross-reference list, is considered as additional information and is not required by the relevant schedules of the Regulation (EC) 809/2004.

- (iii) In Section “Documents Incorporated by Reference”, in paragraph 2 “CROSS REFERENCE TABLES OF THE DOCUMENTS INCORPORATED BY REFERENCE”, in paragraph 2.1 “Cross reference tables relating to Société Générale”, the sub-paragraph 2.1.4 on page 125 is deleted and replaced with the following:

2.1.4 Second Update to the 2015 Registration Document

RISK FACTORS	
Prominent disclosure of risk factors that may affect the issuer's ability to fulfil its obligations under the securities to investors in a section headed	53-67

"Risk Factors".	
BUSINESS OVERVIEW	
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An indication of any significant new products and/or activities	10-49
ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES	
Main risks and uncertainties over the next 6 months – Update of the 2015 registration document page 55	50
Names, business addresses and functions in the Issuer of the members of the administrative, management or supervisory bodies, and an indication of the principal activities performed by them outside the Issuer where these are significant with respect to the Issuer.	51-52
FINANCIAL, INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES	
INTERIM AND OTHER FINANCIAL INFORMATION (2015 first quarter financial information as of 31 December 2014)	
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DOCUMENTS AVAILABLE

Copies of this Supplement and the document incorporated by reference can be obtained, without charge, from the head office of each Issuer and the specified office of each of the Paying Agents, in each case, at the address given at the end of the Base Prospectus.

This Supplement will be published on the website of:

- the Luxembourg Stock Exchange (www.bourse.lu) and
- the Issuers (<http://prospectus.socgen.com>)

RESPONSIBILITY

Each Issuer and the Guarantor accept responsibility for the information contained in or incorporated into this Supplement.

To the best of the knowledge and belief of each Issuer and the Guarantor (each having taken all reasonable care to ensure that such is the case), the information contained in or incorporated into this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.